

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON DECEMBER 22, 2022 AT 10:00 A.M. (ET)**

**THE HEARING WILL BE CONDUCTED IN-PERSON. ANY EXCEPTIONS MUST
BE APPROVED BY CHAMBERS. PARTIES MAY OBSERVE THE HEARING
REMOTELY BY REGISTERING WITH THE ZOOM LINK BELOW NO LATER
THAN DECEMBER 22, 2022 AT 8:00 A.M. (ET).**

<https://debuscourts.zoomgov.com/meeting/register/vJltfuytpjgpE6ojZH6LfIOC7ulCI0KUkrg>

**ONCE REGISTERED, PARTIES WILL RECEIVE A CONFIRMATION EMAIL
CONTAINING PERSONAL LOG-IN INFORMATION FOR THE HEARING.**

MATTERS GOING FORWARD

1. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Determining that the Prepetition Secured Lender is Adequately Protected; (III) Modifying the Automatic Stay; (IV) Scheduling Final Hearing; and (V) Granting Related Relief [[D.I. 14](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(3), 364(d)(1), and 364(e) and (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 362, 363,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors' mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

² Amended items appear in bold.

and 364, and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) [[D.I. 44](#); 12/7/22]

b) Notice of Entry of Interim Order and Final Hearing [[D.I. 45](#); 12/7/22]

c) **Certification of Counsel Regarding Further Interim Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(3), 364(d)(1), and 364(e) and (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) [[D.I. 77](#); 12/22/22]**

Objection Deadline: December 15, 2022 at 4:00 p.m. (ET) [*Extended to 12:00 p.m. (ET) on December 21, 2022 solely for the Official Committee of Unsecured Creditors (the “Committee”)*]

Objections/Informal Responses:

d) **Official Committee of Unsecured Creditors’ Omnibus (I) Preliminary Objection to Debtors’ (A) Motion for Entry of Order Authorizing Debtors to Obtain Postpetition Financing, (B) Motion for Approval of Bid Procedures, and (C) to Certain Other Relief; and (II) Request for Adjournment [[D.I. 75](#); 12/21/22]**

Status: **The Debtors have filed a further interim order under certification of counsel.** The Debtors, their lenders, and the Committee have agreed to adjourn this matter to the hearing scheduled for January 6, 2022 at 2:00 p.m. (ET) for consideration on a final basis.

2. Debtors’ Motion for Entry of (A) an Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors’ Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III) Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) an Order (I) Approving Purchase Agreements, and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests [[D.I. 47](#); 12/7/22]

Related Pleadings:

a) Order, Pursuant to Bankruptcy Rule 9006(c) and Local Rule 9006-1(e), Shortening the Notice Period for the Debtors’ Motion for Entry of (A) an Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors’ Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III) Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of

Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) an Order (I) Approving Purchase Agreement, and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests [[D.I. 50](#); 12/8/22]

- b) **Notice of Filing Revised Proposed (A) Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors' Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III) Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) Bidding Procedures [[D.I. 78](#); 12/22/22]**
- c) **Declaration of Morgan Ley in Support of Debtors' Motion for Entry of (A) an Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors' Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III) Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) an Order (I) Approving Purchase Agreements, and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests [[D.I. 79](#); 12/22/22]**
- d) **Notice of Filing of Revised Asset Purchase Agreement [[D.I. 80](#); 12/22/22]**

Objection Deadline: December 16, 2022 at 4:00 p.m. (ET) [*Extended to 12:00 p.m. (ET) on December 21, 2022 solely for the Committee*]

Objections/Informal Responses:

- e) **Official Committee of Unsecured Creditors' Omnibus (I) Preliminary Objection to Debtors' (A) Motion for Entry of Order Authorizing Debtors to Obtain Postpetition Financing, (B) Motion for Approval of Bid Procedures, and (C) to Certain Other Relief; and (II) Request for Adjournment [[D.I. 75](#); 12/21/22]**

Status: **The Debtors, their lenders, and the Official Committee of Unsecured Creditors have agreed on the terms of a revised proposed order and bidding procedures. This matter is going forward on a consensual basis, and the Debtors will present the revised documents to the Court at the hearing.**

[Signature Page Follows]

Dated: December 22, 2022
Wilmington, Delaware

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